

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW HAMPSHIRE**

IN RE TYCO INTERNATIONAL LTD.,
SECURITIES LITIGATION

) MDL Docket No. 02-1335-PB
)
) This document relates to:
) Securities Action
) Civil Action No. 02-266-PB
)

**FINAL ORDER APPROVING SETTLEMENT, PLAN OF ALLOCATION AND
ATTORNEYS' FEES AND EXPENSE REIMBURSEMENT REQUEST**

After a hearing before this Court on the 2nd day of November, 2007, to determine: (i) whether the terms and conditions of the Stipulation of Settlement dated July 6, 2007 between the Class Representatives, on behalf of themselves and the Class, on the one hand, and defendants Tyco International Ltd. ("Tyco"), Michael A. Ashcroft ("Ashcroft"), Mark A. Belnick ("Belnick") and PricewaterhouseCoopers LLP ("PwC") ("Settling Defendants") (collectively with the Class Representatives, "Settling Parties"), on the other hand, including an Amendment as filed with the Court on July 12, 2007 and Amendment No. 2, as filed with the Court on October 24, 2007 (collectively, the "Settlement Agreement"), are fair, reasonable, and adequate settlement consideration for the dismissal of the Consolidated Securities Class Action Complaint dated January 28, 2003, (the "Complaint") and the settlement of all Released Claims against the Tyco Settling Defendants' Releasees and the PwC Releasees; (ii) whether the Settlement Agreement should be approved; (iii) whether the Plan of Allocation should be approved; (iv) whether judgment should be entered dismissing the Complaint on the merits and with prejudice in favor of the Settling Defendants and as against all persons or entities who are Class Members herein and who have not requested exclusion from the Class; and (v) whether and in what amount to award Co-Lead Counsel in attorneys' fees and for reimbursement of expenses.

The Court having considered all matters submitted to it at the hearing and otherwise; and it appearing that a notice of the hearing substantially in the form approved by the Court was mailed to all persons or entities reasonably identifiable, who purchased or otherwise acquired Tyco Securities from December 13, 1999 to June 7, 2002, inclusive, at the respective addresses set forth in such records, and such notice was also forwarded to the beneficial owners identified by brokers and other nominee record owners, and that a summary notice of the hearing substantially in the form approved by the Court was published on at least one occasion in the *USA Today*, *The New York Times*, *The Wall Street Journal*, *The Financial Times*, *The Sun Sentinel*, *Palm Beach Post*, *Chicago Tribune*, *Financial Times*, *PR Newswire* and *Union Leader* pursuant to the specifications of the Court as required by the Order Preliminarily Approving Proposed Settlement (“Hearing Order”) dated July 13, 2007; and the Court having considered and determined to approve the Plan of Allocation as a fair and reasonable method to allocate the Distribution Amount among the members of the Class; and the Court having considered and determined the fairness and reasonableness of the award of attorneys’ fees and expenses requested; and all capitalized terms used herein having the meanings as set forth and defined in the Settlement Agreement.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Court has jurisdiction over the subject matter of the Action and the Settling Parties, including all Class Members.
2. Pursuant to Federal Rule of Civil Procedure 23(b)(3), the Class shall consist of all persons and entities who purchased or otherwise acquired Tyco Securities from December 13, 1999 through and including June 7, 2002, and who were damaged thereby, excluding Edward Federman, Richard J. Heger, Richard D. Power, Raymond Scott Stevenson,

and all the Defendants, all the officers, directors and partners thereof, members of their immediate families (parents, spouses, siblings, and children) and their legal representatives, heirs, successors and assigns, and any entity in which any of the foregoing have or had a Controlling Interest, including, without limitation, any of the following: K&D Trust, Kozlowski Family Partnership, L.P., Kozlowski Family 1998 Trust, Kozlowski Family Foundation, L. Dennis Kozlowski 1997 Foundation Trust, KMS Partnership, L.P., KMS Family Partnership L.P., KMS Family 1999 Trust, KMS Trust, KMS Family Corp., SFFP Trust, Swartz Family Foundation, Swartz Family Partnership, Mayo Realty Trust LLC, K Corp. LLC, DCS Family Partnership L.P., Endeavour Forever Corp., KFT Family Partnership, L.P., KFT Trust, Kozma Ltd., KD Nominee Trust, Whitehall Street Real Estate Ltd. Partnership, SEA, SEA Holdings LLC, 850 Lake Drive, LLC, 2365 South Ocean Blvd. Realty Trust, 447 Primavera Way, LLC, 24 Straw's Point Realty Trust, and GV Realty Trust.

3. Also excluded from the Settlement are the Persons who submitted requests for exclusion in accordance with the Notice as listed on Exhibit A attached hereto.

4. The Persons listed on Exhibit A, including both timely and untimely exclusions, shall not participate in the Net Cash Settlement Account or in any recovery received by the Class in connection with the Officer Assigned Claims.

5. The Notice, the Summary Notice and the notice methodology implemented pursuant to the Settlement Agreement and the Court's Orders (i) constituted the best practicable notice, (ii) constituted notice that was reasonably calculated, under the circumstances, to apprise Class Members of the pendency of the Actions, of the effect of the Settlement Agreement, including releases, of their right to object to the proposed Settlement, of

their right to exclude themselves from the Class, and of their right to appear at the Fairness Hearing, (iii) were reasonable and constituted due, adequate and sufficient notice to all persons or entities entitled to receive notice and (iv) met all applicable requirements of the Federal Rules of Civil Procedure, the United States Constitution (including the Due Process Clause), the Private Securities Litigation Reform Act of 1995, the Rules of the Court and any other applicable law.

6. Final Settlement Approval Findings -- The Settlement Agreement is finally approved as fair, reasonable and adequate and consistent with and in compliance with all applicable requirements of the Federal Rules of Civil Procedure, the United States Constitution (including the Due Process Clause), the Private Securities Litigation Reform Act, the Rules of this Court and any other applicable law, and in the best interests of the Settling Parties and the Class Members and the Settling Parties are directed to consummate the Settlement in accordance with the terms and provisions of the Settlement Agreement. Unless otherwise defined in this Order, the capitalized terms in this Order have the same meaning as they have in the Settlement Agreement.

7. The following actions are dismissed as against each and all of the Settling Defendants on the merits and with prejudice according to the terms set forth in the Settlement Agreement: Williams, et al. v. Tyco International, et al., 1:02-cv-00266-PB (D.N.H.); Philip Cirella v. Tyco International, 1:03-cv-01348-PB (D.N.H.); Abowitz v. Tyco International; 02-CV-1033 (S.D.N.Y.); Ament v. Tyco International, 02-CV-3402 (S.D.N.Y.); Brody v. Tyco International, 02-CV-2190 (S.D.N.Y.); Carlin v. Tyco International, 02-CV-0878 (S.D.N.Y.); Casey v. Tyco International, 02-80164 (S.D. Fla.); Chambers v. Tyco International, 02-CV-2607 (S.D.N.Y.); Danforth v. Tyco International, 02-1365-B (S.D. Fla.); Engel v. Tyco International,

02-CV-1150 (S.D.N.Y.); Fagan v. Tyco International, 02-80118 (S.D. Fla.); Fink v. Tyco International, 02-CV-2260 (S.D.N.Y.); Fischbein v. Tyco International, 02-1364-B (S.D. Fla.); Garcia v. Tyco International, 02-CV-1464 (S.D.N.Y.); Goldstein v. Tyco International, 02-1034 (S.D.N.Y.); Hoyt v. Tyco International, 02-780152 (S.D. Fla.); Jaffee v. Tyco International, 02-21048 (S.D. Fla.); Kelley v. Tyco International, 02-80120 (S.D. Fla.); Leone v. Tyco International, 02-CV-2056 (S.D.N.Y.); Lock v. Tyco International, 02-CV-2080 (S.D.N.Y.); Meran v. Tyco International, 02-80189 (S.D. Fla.); Murphy v. Tyco International, 02-CV-2356 (S.D.N.Y.); Rappaport v. Tyco International, 02-CV-1393 (S.D.N.Y.); Smith v. Tyco International, 02-CV-1288 (S.D.N.Y.); and Sved v. Tyco International, 02-CV-1293 (S.D.N.Y.).

8. Subject to paragraph 12 hereof, with respect to the Tyco Settling Defendants on the Tyco Settlement Effective Date and with respect to PwC, on the PwC Settlement Effective Date, Class Representatives, and any and all Class Members (including those Class Members who are parties to any other litigation, arbitration or other proceedings against, or have any Claim against any of the Tyco Settling Defendants' Releasees or the PwC Releasees that is a Released Claim with respect to the Tyco Settling Defendants, on the Tyco Settlement Effective Date and with respect to PwC, on the PwC Settlement Effective Date), on behalf of themselves, their heirs, executors, administrators, beneficiaries, predecessors, successors, affiliates (as defined in 17 C.F.R. Part 210.1-02.b), assigns, and any Person claiming by or through any of the Class Members, for good and sufficient consideration, the receipt and adequacy of which are hereby acknowledged, shall be deemed to have, and by operation of law and of this Order shall have, fully, finally, and forever released, relinquished, settled, and discharged:

a. all Released Claims against any and all of the Tyco Settling Defendants' Releasees and the PwC Releasees, whether or not a Proof of Claim has been executed and/or delivered by, or on behalf of, any such Class Member;

b. all Claims against Co-Lead Counsel or any or all Class Representatives, the Settling Defendants, Tyco Settling Defendants' Releasees and the PwC Releasees and/or their respective counsel, that relate in any way to any or all acts, omissions, nondisclosures, facts, matters, transactions, occurrences or oral or written statements or representations in connection with or directly or indirectly relating to the prosecution, defense or settlement of the Actions or to the Settlement Agreement, or to attorneys' fees, costs or disbursements incurred by Co-Lead Counsel or other counsel representing Class Representatives, or the Class Members in the Actions.

9. Subject to paragraph 12 hereof, with respect to the Tyco Settling Defendants, on the Tyco Settlement Effective Date and with respect to PwC, on the PwC Settlement Effective Date, all Settling Defendants on behalf of themselves and the Tyco Settling Defendants' Releasees and the PwC Releasees, their heirs, executors, administrators, predecessors, successors, affiliates (as defined in 17 C.F.R. Part 210.1-02.b), assigns, any Person claiming by or through any of the Tyco Settling Defendants' Releasees or the PwC Releasees and any Person representing any of the Tyco Settling Defendants' Releasees or the PwC Releasees, for good and sufficient consideration, the receipt and adequacy of which are hereby acknowledged, shall be deemed to have, and by operation of law and of this Order shall have, fully, finally, and forever released, relinquished, settled, and discharged Co-Lead Counsel and any or all Class Representatives and members of the Class or their attorneys from any and all Released Settling Defendants' Claims.

10. Subject to paragraph 12 hereof, with respect to the Settling Defendants, on the later of the Tyco Settlement Effective Date or the PwC Settlement Effective Date, the Tyco Settling Defendants' Releasees on the one hand, and the PwC Releasees on the other hand, shall be deemed to have, and by operation of law and of this Order, shall have fully, finally and forever released, relinquished and forever discharged any and all claims (both known claims and Unknown Claims), rights or causes of action (whether based on federal, state or any other law, rule or regulation), including the Tyco Claims, that they could have asserted against each other which arise out of, relate to, or are based upon, directly or indirectly, the Settlement of the Actions, the Settlement Agreement, or the subject matter, allegations, transactions, including financial statements and audit opinions facts, matters, occurrences, representations or omissions involved, set forth, or referred to in the Complaint.

11. Subject to paragraph 12 hereof, with respect to the Tyco Settling Defendants, on the Tyco Settlement Effective Date and with respect to PwC, on the PwC Settlement Effective Date, Co-Lead Counsel, and any or all Class Representatives, on behalf of themselves, their heirs, executors, administrators, predecessors, successors, affiliates (as defined in 17 C.F.R. Part 210.1-02.b), assigns, any Person claiming by or through any of them and any Person representing any or all Class Representatives, for good and sufficient consideration, the receipt and adequacy of which are hereby acknowledged, shall be deemed to have, and by operation of law and of this Order shall have, fully, finally, and forever released, relinquished, settled, and discharged the Tyco Settling Defendants' Releasees and the PwC Releasees from any and all Released Claims.

12. Notwithstanding paragraphs 8 through 11 above, nothing in this Order shall bar any action or claim by any of the Settling Parties or their Releasees to enforce or effectuate the terms of the Settlement Agreement or this Order.

13. Nothing in this Order shall in any way limit or restrain the ability of the Tyco Settling Defendants, the Tyco Settling Defendants' Releasees, PwC or the PwC Releasees to raise or assert defenses or affirmative defenses to any allegations of liability or damages in pending non-settled actions or actions brought in the future related to, arising out of, or based on the subject matter, allegations, transactions, facts, occurrences, representations or omissions, involved, set forth or referred to in the Complaint, the MDL Securities Action or the Related Actions.

14. Final Plan of Allocation Findings -- The Plan of Allocation is approved as fair and reasonable, and Co-Lead Counsel and the Claims Administrator are directed to administer the Settlement Agreement in accordance with its terms and provisions.

15. No Class Member shall have any claim against Co-Lead Counsel, the Claims Administrator or other agent designated by Co-Lead Counsel based on the distributions made substantially in accordance with the Settlement and Plan of Allocation as approved by the Court and further orders of the Court. No Class Member shall have any claim against the Tyco Settling Defendants, PwC, their counsel or any of the Tyco Settling Defendants' Releasees or PwC Releasees with respect to the investment or distribution of the Distribution Amount, the determination, administration, calculation or payment of claims, the administration of the Escrow Accounts, or any losses incurred in connection therewith, the Plan of Allocation, or the giving of notice to Class Members.

16. Bar Order - (i) As provided in Section 21D-4(f)(7)(A) of the Private Securities Litigation Reform Act of 1995, 15 U.S.C. §78u-4(f)(7)(A) and to the maximum extent permissible under law, (a) the Non-Settling Defendants are hereby permanently barred, enjoined, and restrained from commencing, prosecuting, or asserting any claim for or otherwise seeking contribution against any Tyco Settling Defendants' Releasees or PwC Releasees based upon, relating to, or arising out of the Released Claims; (b) the Tyco Settling Defendants' Releasees and the PwC Releasees are hereby permanently barred, enjoined, and restrained from commencing, prosecuting, or asserting any claim for or otherwise seeking contribution against any of the Non-Settling Defendants, based upon, relating to, or arising out of the Released Claims and (ii) the Tyco Settling Defendants' Releasees on the one hand, and the PwC Releasees on the other hand, are hereby permanently barred, enjoined, and restrained from commencing, prosecuting, or asserting any claim for contribution, indemnification or otherwise against each other, based upon, relating to, or arising out of the Released Claims. For the purposes of this Order, (i) and (ii) above are collectively referred to as the Bar Order. For purposes of this paragraph only, Non-Settling Defendants shall include any person whom the Class Representatives may hereafter sue, on behalf of the Class based upon, relating to, or arising out of the Released Claims. Inclusion of the Bar Order in this Order is material to Settling Defendants' decision to participate in this Settlement Agreement.

17. The Court hereby approves the Stipulations Withdrawing Objections at Docket Nos. 1150, 1151, 1152 and 1159 and Co-Lead Counsel, the former objectors and their counsel are hereby directed to abide by the terms set forth in those Stipulations.

18. Final Fee Award and Expense Reimbursement Request Findings -- Plaintiff's Counsel are hereby awarded \$28,938,412.74 in reimbursement of expenses, which

expenses shall be paid to Plaintiff's Counsel from the Settlement Amount (the "Expense Reimbursement Award") and 14.5% of the Total Cash Settlement Amount less the Expense Reimbursement Award (the "Fee Award"), which sum the Court finds to be fair and reasonable. Interest shall be paid to Plaintiff's Counsel on the Expense Reimbursement Award, calculated from the date such Settlement Amount was funded to the date of payment at the same net rate that the Settlement Amount earns. Attorneys' fees of 14.5% are also hereby awarded on any future amount(s) contributed to the Settlement Fund by Tyco in accordance with the Officer Assigned Claims pursuant to the Stipulation of Settlement. The Fee Award shall be allocated among counsel in a fashion which, in the opinion of Co-Lead Counsel, fairly compensates counsel for their respective contributions in the prosecution and/or settlement of the Action.

19. The Court finds that the objections at Docket Nos. 1105, 1108, 1110, 1115, 1121, 1126, 1130, 1133, 1135, 1136 and 1138 have been properly withdrawn

20. The Court finds that the objections at Docket Nos. 1106, 1109, 1124, 1128, 1129, 1131, 1132, 1134, 1137, 1156, 1161, 1163, 1165, 1166, 1167, 1168, 1169, 1175 and 1176 are hereby overruled.

21. Neither this Order, the Settlement Agreement, nor any of its terms and provisions, nor any of the negotiations or proceedings connected with it, nor any of the documents or statements referred to therein shall be:

a. offered or received against the Settling Defendants as evidence of or construed as or deemed to be evidence of any presumption, concession, or admission by any Settling Defendants with respect to the truth of any fact alleged by any of the Class Representatives, the Class, or the validity of any claim that has been or could have been asserted

in the Action or in any litigation, or the deficiency of any defense that has been or could have been asserted in the Action or in any litigation, or of any liability, negligence, fault, or wrongdoing of any Settling Defendant;

b. offered or received against any Settling Defendant as evidence of a presumption, concession or admission of any fault, misrepresentation or omission with respect to any statement or written document approved or made by any Settling Defendant;

c. offered or received against any Settling Defendant as evidence of a presumption, concession or admission with respect to any liability, negligence, fault or wrongdoing, or in any way referred to for any other reason as against any Settling Defendant in any other civil, criminal or administrative action or proceeding, other than such proceedings as may be necessary to effectuate the provisions of the Settlement Agreement and this Order; provided, however, that if the Settlement Agreement is approved by the Court, Settling Defendants may refer to it to effectuate the liability protection granted it hereunder;

d. construed against any Settling Defendant as an admission or concession that the consideration to be given hereunder represents the amount which could be or would have been recovered from any Settling Defendant after trial; and

e. construed as or received in evidence as an admission, concession or presumption against the Class Representatives or any of the Class Members that any of their claims are without merit, or that any defense asserted by any Settling Defendant has any merit, or that damages recoverable under the Complaint would not have exceeded the Settlement Amount.

22. The Court retains continuing and exclusive jurisdiction over the Action for the reasons and purposes, and subject to the conditions, set forth in the Settlement Agreement.

23. The Action, and all Related Actions pending in this Court, shall be dismissed as against each and all of the Settling Defendants on the merits and with prejudice, without costs to any party, upon entry of this Order.

24. This Action has been pending since the first of the constituent actions were filed in 2002. The Settlement Agreement resolves all of the claims asserted by the Class against the Settling Defendants and pursuant to the above bar orders bars any claims for contribution by or against any Settling Defendant. The claims asserted against the Settling Defendants, which are now settled, raise issues that are separable from the remaining claims of the Class Representatives and the Classes against the Non-Settling Defendants. Permitting that immediate appeal, if taken, of this Order would not result in any duplication of review by an appellate court, because if an appellate court were to vacate the Settlement Agreement, then the parties may reasonably continue their prosecution or defense of the claims while this Court continues to preside over other related claims, without a waste of time or judicial resources. If this Order were not immediately appealable, once an appeal were ripe after the conclusion of the entire coordinated litigation, and if the appellate court vacated this Order, then this Court would face re-trying the entire litigation as to the Settling Defendants, thereby wasting judicial resources.

25. By reason of the finding in the previous paragraph, there is no just reason for delay in the entry of this Order and immediate entry by the Clerk of the Court is expressly

directed pursuant to Rule 54 (b) of the Federal Rules of Civil Procedure. The Actions are not dismissed with respect to claims against the Non-Settling Defendants.

26. The Court having determined that there is no just reason for delay, hereby Orders entry of FINAL JUDGMENT with respect to the Settling Defendants, and in accordance with Federal Rule of Civil Procedure 54(b) this 19th day of December, 2007.

/s/Paul Barbadoro
Paul Barbadoro
United States District Judge

cc: Counsel of Record

EXHIBIT A

<u>Tyco International, Ltd. Securities Litigation Settlement</u>		
<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
1	ROBERT M WILLIAMS	
2	MARSHALL F CAROL E GOLDBERG	TRUSTEE THE GOLDBERG FAMILY
3	VIRGINIA MACKENZIE MCNEAR	
4	AUBREY V DAVISSON	
5	WILLIAM A HART	
6	MS CAROLYN H MILLER	
7	CHRISTOPHER M. WIEDENMAYER	CGM IRA ROLLOVER CUSTODIAN
8	DAVID E BEER	CGM IRA CUSTODIAN
9	EDWARD GEORGE CONNELLY	CGM IRA CUSTODIAN
10	JAY H. ROSSBACH	LINDA ROSSBACH TTEE
11	STEPHEN J. HAYDOCK	ELAINE J. HAYDOCK TTEE
12	JANET M SMITH	CGM IRA ROLLOVER CUSTODIAN
13	DEAN S EITEMAN IRA	FCC AS CUSTODIAN
14	ELFRIEDE H EITEMAN	REV TRUST
15	LEON M CANZIANI	CGM IRA BENEFICIARY CUSTODIAN
16	DORIS B SCOTT DEC'D IRA	FCC AS CUSTODIAN
17	BARBARA H MURPHY &	RICHARD MURPHY JT TEN
18	WILLIAM H. FAULHABER AND	DOLORES A. FAULHABER JTWROS
19	JOHN W. MONEY	CGM IRA CUSTODIAN
20	JUDY GAURON	
21	JOSEPHINE J PETERSEN	
22	SARAH W KORN	
23	KENNETH GAZDAG &	MARY GAZDAG JT TEN
24	ELIZABETH H HOUSER	CGM IRA CUSTODIAN
25	GRAHAM ROWLEDGE JOHN	
26	R DIANE & MARTIN A RAFFONE JT TEN	
27	LUCY B. MCGOWAN TTEE	FBO LUCY B. MCGOWAN
28	ELSA O LHOMMEDIEU	
29	JDJ FAMILY HOLDINGS LTD	
30	RUTH A EMERY	
31	DAVID R SLOCUM	
32	BARBARA A KONDILIS	
33	JANET E DOSTAL	
34	KENNETH & MARY ELSIE SUTCLIFFE	
35	RODGER A SPRINGER IRA	
36	JEANNETTE RHOADS NESBIT TTEE	FBO JEANNETTE RHOADS NESBIT
37	ALFRED A MARTINEZ	
38	THOMAS KEPHART	
39	JOANNE L DIAMOND	SAM:1838 INVESTMENT 1838L3-L
40	ALBERT G STROTHERS	REVOCABLE LIVING TRUST
41	HAROLD ZECKEL	
42	SWENT FAMILY LLC	
43	TRAVIS CAVENS AND	PHYLLIS CAVENS COMM PROP
44	GERALDINE THORNE	CGM IRA ROLLOVER CUSTODIAN

<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
45	JAMES C BRAY	CGM IRA ROLLOVER CUSTODIAN
46	HELEN HIRSHEY	
47	LOREN M HOLMES	
48	SHIRLEE J HOLMES	
49	NORMAN P SWENT(DECEASED) &	DOROTHY M SWENT
50	BERNARD E SCHMITT	
51	NORMA J BRADFISH	
52	HAROLD P HOUSER	
53	WILLIAM E MATCHETT JR	
54	MAE FEEBACK	
55	STEVEN C & MARGARET P SEARS	
56	MRS JOYCE M DIEWALD	
57	JEAN E KERR	
58	DOROTHY D RUPEL TTEE	THE THEODORE J RUPEL &
59	FMT CO CUST IRA	FBO CHARLES C NOSLEY
60	CUL GENERAL (UNALLOCATED)	JPMORGAN
61	INDIANA LUMBERMENS MUTUAL INS ZAZOV	JPMORGAN
62	STATE OF NEW JERSEY	DEPT OF TREASURY (#5140)
63	A.F. & ELDORA M AGENA TRUST	ELDORA M AGENA TTEE UA DTD
64	STATE OF NEW JERSEY, DEPT OF TREASURY	DIVISION OF INVESTMENTS
65	STATE OF NEW JERSEY, DEPARTMENT OF TREAS	DIVISION OF INVESTMENTS
66	STATE OF NEW JERSEY, DEPARTMENT OF TREAS	DIVISION OF INVESTMENTS
67	STATE OF NEW JERSEY, DIVISION OF INVESTM	TTEES FOR SUPPORT OF PUBLIC SCHOOLS FUND
68	STATE OF NEW JERSEY, DEPT OF TREAS	DIVISION OF INVESTMENTS
69	MARIE R COTHERN	
70	CAROL E RYDEN	
71	DORIS A BAKER ACCESS IRA #2	
72	MARJORIE CONNOR TTEE	FBO MARJORIE CONNOR
73	IRENE E MURRAY	CHARLES SCHWAB & CO INC CUST
74	GARY G WEBB &	IRIS J WEBB
75	FRANK E BELL(DECD) &	FAITH SOUTHWORTH P.R.
76	EUGENIA Y ALEXION	
77	PRISCILLA J WACKER	
78	OSCAR C HEDRICH	
79	ELSA GLENN PERKINS TTEE	FBO MARGERY PAGE TRUST
80	MARGUERITE M ROYSTON	
81	JERRY RHODERICK	
82	ELTER L KOWALSKI IRA	FCC AS CUSTODIAN
83	MARTHA S SPRAKE IRA	FCC AS CUSTODIAN
84	EDWARD D JONES & CO CUSTODIAN	FBO ELIZABETH L WITHERS IRA
85	CLYDE N MCWATERS IRA	CIBC WORLD MARKETS CORP CUST
86	ELIZABETH BONVILLIAN	
87	BERNICE MCGEE	

<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
88	PATRICIA LEE ERKSON	
89	MARY A PECK TTEE	MARY A PECK TRUST
90	THERESA D DOSS TTEE	THERESA D DOSS TRUST
91	SHARON L JOHNSON	
92	JOHN TOMILO	GEORGIA J TOMILO TR UA 04 23 98
93	D T SHANTHA	
94	AFFINITY MORTGAGE LLC	
95	MARILYN S FEARNEY IRA	BEAR STEARNS SEC CORP CUST
96	RICHARD W HENLEY	
97	JOHN H BUNT JR	
98	HAROLD A KERSTETTER & JOSEPHIN	P KERSTETTER TEN ENT
99	JOHN TERENCE BRACK	
100	ROBERT D LEHR	
101	LINDA L BARNES IRA	
102	SOPI	AN INVESTMENT CLUB
103	BETTY B RICHARDS	
104	PETER JAMES BULLOCH	
105	HELEN PAPPAS TTEE	FBO HELEN PAPPAS
106	LET IT RIDE INVESTMENTS	C/O TRICIA PENDERGRAFT
107	ROBERT W SIBEL &	RUTH F SIBEL JT TEN
108	JOHN C PRIESTLEY II IRA	
109	PATRICIA CONNELLY R/O IRA	FCC AS CUSTODIAN
110	TRUST COMPANY OF THE WEST AS CUST	IFIN, LP-MC
111	TRUST COMPANY OF THE WEST AS CUST	HI CHARITABLE REM
112	THOMAS H BUTLER	
113	HARRY E STICKLER	
114	DIANE L VAN VONDEREN	
115	RUTH E NAYLOR	RUTH ELEANOR NAYLOR TRUST
116	ELISE WENDEL MURRAY	
117	TYRONE DOUGLAS BEASON	
118	HOWARD F MANCHA	
119	STEVEN W HAHN	
120	BRIGGS FAMILY TRUST	RICHARD L. BRIGGS & LINA
121	PHYLLIS A CLARK	
122	FRANCES MARQUIS	
123	CHESTER L BUCKNER AND RUBY H	BUCKNER TRUST DTD 09/25/98
124	NADA KOZUL	
125	MURRAY J SMIDT	
126	JUDITH K KEATON	
127	NORMAN R KOUBA TTEE	NORMAN R KOUBA
128	DORIS G SYLVEST	
129	MARIO J MOSSOTTO & ANN	MOSSOTTO TR UA 01 06 93
130	JEFFREY BRUCE SCIALLO	
131	DOMENICA M MACERATA MGD	
132	SHIRLEY J MEADOWS	J ELMER MEADOWS
133	LEROY JOSEPH STREIT TTEE AND	DOROTHY HIGGINS STREIT TTEE
134	WALTER B MESEROLL &	FLORENCE MESEROLL

<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
135	JUDY C SMITH	IRA ROLLOVER
136	JOHN W PEPPER AND	PATRICIA L PEPPER TRUSTEES
137	PAMELA KOMENDA	AKA PAMELA KEGELES
138	MUTUAL FINANCIAL SERVICES FUND	A SERIES OF FRANKLIN SERIES FUND
139	HILARY MARGARET CLAYTON	
140	MUTUAL BEACON FUND	A SERIES OF FRANKLIN MUTUAL SERIES FUND
141	MARY YARKOSKY	CGM IRA ROLLOVER CUSTODIAN
142	JOSEPH SCHERPF	
143	L RICHARD MOWERY IRA	RAYMOND JAMES & ASSOC INC CSDN
144	MUTUAL DISCOVERY SECURITIES FUND	A SERIES OF FRANKLIN TEMPLETON VARIABLE
145	MUTUAL SHARES SECURITIES FUND	A SERIES OF FRANKLIN TEMPLETON VARIABLE
146	MUTUAL BEACON FUND	
147	MUTUAL DISCOVERY FUND	A SERIES OF FRANKLIN MUTUAL SERIES FUND
148	MUTUAL SHARES FUND	A SERIES OF FRANKLIN MUTUAL SERIES FUND
149	MUTUAL QUALIFIED FUND	A SERIES OF FRANKLIN MUTUAL SERIES FUND
150	FRANKLIN MUTUAL BEACON FUND	A SUBFUND OF FRANKLIN TEMPLETON
151	THOMAS JASIN	
152	TONI D PARKER	
153	IRIS RAE CRAWFORD	T/O/D THE SEVENTH-DAY
154	COMMONWEALTH OF MASSACHUSETTS	PENSION RESERVES INVESTMENT TRUST
155	MERRILL LYNCH US DYNAMIC FUND	C/O BLACKROCK ADVISORS, LLC
156	MERRILL LYNCH GLOBAL EQUITY FUND	C/O BLACKROCK ADVISORS, LLC
157	MASTER ENHANCED S&P 500 SERIES	C/O BLACKROCK ADVISORS, LLC
158	MERRILL LYNCH BALANCED PORTFOLIO FUND	C/O BLACKROCK ADVISORS, LLC
159	MERRILL LYNCH INSTITUTIONAL FCP GLOBAL	EQUITY EX-JAPAN FUND
160	MERRIL LYNCH GLOBAL BALANCED FUND	C/O BLACKROCK ADVISORS LLC
161	BLACKROCK ASSET ALLOCATION PORTFOLIO	(LARGE CAP GROWTH) AS SUCCESSOR IN
162	BLACKROCK WORLD INDEX SERIES	C/O BLACKROCK ADVISORS LLC
163	BLACKROCK CAPITAL APPRECIATION PORTFOLIO	AS SUCCESSOR IN INTEREST TO SSR LEGACY
164	BLACKROCK LARGE CAP VALUE SSR TEST AS	SUCCESSOR IN INTEREST TO SSR LARGE CAP
165	BLACKROCK GLOBAL ALLOCATION FUND, INC.	AS SUCCESSOR IN INTEREST TO BLACKROCK
166	MASTER LARGE CAP CORE PORTFOLIO	C/O BLACKROCK ADVISORS LLC

<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
167	BLACKROCK LARGE CAP CORE PORTFOLIO	MASTER AS SUCCESSOR IN INTEREST TO
168	EQUITY INDEX TRUST SERIES MASTER	C/O BLACKROCK ADVISORS LLC
169	MLIT SPECIALIST INTERNATIONAL NORTH	AMERICAN FUND
170	MERRILL LYNCH INTERNATIONAL INVESTMENT	FUNDS US EQUITY FUND
171	MLIIF GLOBAL EQUITY DIVERSIFIED FUND	C/O BLACKROCK ADVISORS, LLC
172	MERRILL LYNCH INTERNATIONAL INVESTMENT	FUNDS GLOBAL FUND VALUE
173	BLACKROCK GLOBAL ALLOCATION FUND INC	C/O BLACKROCK ADVISORS LLC
174	DC AMERICAN GROWTH FUND	C/O BLACKROCK ADVISORS, LLC
175	BLACKROCK HIGH YIELD BOND PORTFOLIO	C/O BLACKROCK ADVISORS LLC
176	BLACKROCK MID CAP VALUE OPPORTUNITIES FD	C/O BLACKROCK ADVISORS, LLC
177	BLACKROCK GLOBAL TECHNOLOGY FUND INC	C/O BLACKROCK ADVISORS LLC
178	BLACKROCK SERIES FUND: BLACKROCK GLOBAL	ALLOCATION PORTFOLIO
179	BLACKROCK LARGE CAP CORE FUND AS SUCC	BLACKROCK INVESTMENT TRUST PORTFOLIO
180	MASTER S&P 500 INDEX SERIES FUND	C/O BLACKROCK ADVISORS LLC
181	BLACKROCK VARIABLE SERIES FUNDS, INC.:	BLACKROCK GLOBAL ALLOCATION V.I. FUND
182	BLACKROCK TOTAL RETURN PORTFOLIO II	C/O BLACKROCK ADVISORS, LLC
183	BLACKROCK VARIABLE SERIES FUNDS INC.:	BLACKROCK LARGE CAP CORE VI FUND
184	BLACKROCK INSTITUTIONAL EQUITY FUNDS	NORTH AMERICAN FUND
185	BLACKROCK SELECT EQUITY/(INVESTMENT TR)	SST-INV TRUST TEST AS SUCC IN INTEREST
186	ROBERT L HESS	
187	BLACKROCK VARIABLE SERIES FUND.:	BLACKROCK S&P 500 INDEX FUND
188	THE HESS FAMILY TRUST DTD 8.3.89	ROBERT M & ROSEMARIE HESS TTEES
189	THE LITVACK-CURTIS FAMILY TRUST	FRANK LITVACK TRUSTEE
190	CALMEDICA LLC	
191	FEDERATED AMERICAN LEADERS FUND II	STEPHEN LOWEY
192	FEDERATED STOCK TRUST	STEPHEN LOWEY
193	FEDERATED TOTAL RETURN BOND FUND (SUCC T	TO INTEREST TO FEDERATED MANAGED INCOME

<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
194	FEDERATED CAPITAL APPRECIATION FUND II	STEPHEN LOWEY
195	FEDERATED MID CAP GROWTH STRATEGIES FUND	STEPHEN LOWEY
196	FEDERATED MID CAP GROWTH STRATEGIES	FUND II STEPHEN LOWEY
197	FEDERATED CAPITAL APPRECIATION FUND	STEPHEN LOWEY
198	FEDERATED INTERMEDIATE CORPORATE BOND	FUND, STEPHEN LOWEY
199	FEDERATED QUALITY BOND FUND II	STEPHEN LOWEY
200	ALEXANDRA H BALLARD & R BRINCKERHOFF	LOWERY, AS TTEES OF THE ALEXANDRA
201	DYLAN H HIXON, AS TTEES OF THE ALEXANDRA	TRUST UNDER THE ICH LEX TRUST
202	DYLAN H HIXON, AS TTEE OF THE ALEXANDRA	TRUST UNDER THE JMH LEX TRUST
203	DYLAN H HIXON, AS TTEE OF THE ALEXANDRA	TRUST OF THE DYLAN TRUST UNDER THE
204	DYLAN H HIXON, AS TTEE OF THE DYLAN	TRUST UNDER THE JMH LEX TRUST
205	DYLAN H HIXON, AS TTEE OF THE INDIA	TRUST UNDER THE ICH LEX TRUST
206	DYLAN H HIXON, AS TTEE OF THE INDIA	TRUST UNDER THE JMH LEX TRUST
207	DYLAN H HIXON, AS TTEE OF THE SHANTI	TRUST UNDER THE ICH LEX TRUST
208	DYLAN H HIXON, AS TTEE OF THE SHANTI	TRUST UNDER THE JMH LEX TRUST
209	ANDREW R HIXON, AS TTEE OF THE	ICH ANDO TRUST
210	ANDREW R HIXON, AS TTEE OF THE JMH	ANDO TRUST
211	ANDREW R & MICHELE M HIXON AS TTEES	OF THE ANDREW & MICHELE HIXON 2002 TRUST
212	DEBRA P GEIGER, AS TTEE OF THE	DEBRA P GEIGER LIVING TRUST
213	DEVON GEIGER NIELSEN, AS TTEE OF THE	DEVON GEIGER NIELSEN LIVING TRUST
214	DYLAN H HIXON & R BRINKERHOFF LOWERY	AS TTEES OF THE DYLAN HIXON 1999 TRUST
215	FRANK HIXON FOSTER AS TTEE OF THE	FRANK HIXON FOSTER 1999 TRUST
216	BETSY HUNTER GEIGER AS TTEE OF THE	FRANK P HIXON TRUST FBO
217	INDIA T RADFAR & R BRINKERHOFF LOWERY	AS TTEE OF THE INDIA T RADFAR TRUST
218	WILLIAM DODD GEIGER II AS TTEE OF THE	WILLIAM DODD GEIGER II 1989 REV TRUST
219	BARBARA HUNTER FOSTER AS TTEE OF THE	FOSTER FAMILY TRUST A

<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
220	PAULINE H TURPIN, AS TTEE OF THE FRANK P	HIXON TRUST FBO PAULINE H TURPIN
221	PAULINE H TURPIN, AS TTEE OF THE	ELIZABETH HIXON HUNTER TRUST FBO PAULINE
222	GEORGE B TURPIN AS TTEE OF THE GEORGE B	& PAULINE H TURPIN TRUST
223	PAUL H TURPIN, AS TTEE OF THE TURPIN	FAMILY TRUST 1992 REVOCABLE TRUST DTD
224	GEORGE B TURPIN, JR, AS TTEE OF THE	GEORGE B TURPIN, JR LIVING TRUST DTD
225	BETSY HUNTER GEIGER AS TTEE OF THE	GEIGER FAMILY REVOCABLE TRUST
226	BARBARA HUNTER FOSTER AS TTEE OF THE	ELIZABETH H HUNTER TRUST FBO
227	BARBARA HUNTER FOSTER AS TTEE OF THE	FRANK P HIXON TRUST FBO BARBARA HUNTER
228	ADELAIDE E FOSTER	MORGENSTERN JACOBS & BLUE LLC
229	E GAGE FOSTER WOODARD	MORGENSTERN JACOBS & BLUE LLC
230	HUGH K FOSTER JR	MORGENSTERN JACOBS & BLUE LLC
231	JENNIFER BFF WALTON	MORGENSTERN JACOBS & BLUE LLC
232	ANDREW R HIXON AS TTEE OF THE	ANDREW R HIXON TRUST
233	SHANTI HIXON AS TTEE OF THE SHANTI	HIXON REVOCABLE TRUST
234	TRUST UNDER THE WILL OF IRENE C HIXON	FOR ALEXANDER P HIXON
235	ICH POWER OF APPOINTMENT TRUST	MORGERNSTERN JACOBS & BLUE LLC
236	TRUST UNDER THE WILL OF JOSEPH M HIXON	FOR ALEXANDER P HIXON
237	JMH POWER OF APPOINTMENT TRUST	MORGERNSTERN JACOBS & BLUE LLC
238	FC HIXON RES TRUST FBO FOSTER CHILDREN	MORGENSTERN JACOBS & BLUE LLC
239	ELIZABETH HIXON HUNTER POWER OF	APPOINTMENT TRUST #1 FBO
240	ELIZABETH HIXON HUNTER POWER OF	APPOINTMENT TRUST #1 FBO ADELADIE E
241	ELIZABETH HIXON HUNTER POWER OF	APPOINTMENT TRUST #1 FBO ELIZABETH
242	ELIZABETH HIXON HUNTER POWER OF	APPOINTMENT TRUST #1 FBO HUGH K
243	ELIZABETH HIXON HUNTER POWER OF	APPOINTMENT TRUST #1 FBO JENNIFER B
244	GREGORY A ANDERSON	
245	RICHARD L MOORE	
246	NUVEEN LARGE-CAP VALUE FUND	ATTN: LARRY W MARTIN
247	EQUITEC GROUP, LLC	ROBBINS UMEDA & FINK, LLP
248	THE GABRIELA M HESS TRUST UTA 11.30.94	MARK MILANI TRUSTEE

<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
249	THE LITVACK-CURTIS CHILDRENS TRUST	ROBERT HARABEDIAN TR
250	THE VERENA K HESS TRUST UTA 11.30.94	MARK MILANI TRUSTEE
251	KAREN G KRASNEY	C/O LAW OFFICES OF KAREN G KRASNEY
252	FRANK LITVACK	
253	PUBLIC EMPLOYEES RETIREMENT ASSOCIATION	OF COLORADO
254	NEIL EIGLER	
255	STATE TREAS OF THE STATE OF MI AS CUST	OF MI PUB SCH EMPL RET SYS, STATE EMPL
256	CHERYL S HARPER	CGM IRA CUSTODIAN
257	DOROTHY FETTERLY	
258	BLACKROCK GLOBAL TECHNOLOGY FUND, INC	AS SUCCESSOR IN INTEREST TO
259	BLACKROCK LARGE CAP VALUE FUND AS SUCC	BLACKROCK LARGE CAP VALUE EQ
260	MRS KATHRYN S OCONNOR	
261	MYLES R & JANET SMELTZ	
262	RICHARD A CLEMENS & HOLLY S CLEMENS	FAMILY TRUST DTD 9.3.02 ('TRUST')
263	FEDERATED AMERICAN LEADERS FUND INC	STEPHEN LOWEY
264	ALICE COOPER	
265	ALICE COOPER DECLARATION OF TR	ALICE COOPER TTEE DTD 11/15/99
266	FEDERATED BOND FUND	STEPHEN LOWEY
267	BETSY HUNTER GEIGER AS TTEE OF THE	ELIZABETH H HUNTER TRUST FBO
268	BRIER ALLEBRAND AS TTEE OF THE ALLEBRAND	LIVING TRUST DTD 4.30.993
269	ANNETTE ROME	
270	NUVEEN RITTENHOUSE GROWTH FD	ATTN: LARRY W MARTIN
271	EDWIN G KREBS IRA	
272	JOSEPHINE DEWAR	
273	FEDERATED LARGE CAP GROWTH FUND	STEPHEN LOWEY
274	NUVEEN BALANCED STOCK AND BOND FUND	ATTN: LARRY W MARTIN
275	NUVEEN BALANCED MUNICIPAL AND STOCK FUND	ATTN: LARRY W MARTIN
276	TEACHER RETIREMENT SYSTEM OF TEXAS	
277	FRED ALGER MANAGEMENT, INC.	

<u>Timely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
278	CASTLEROCK MANAGEMENT ON BEHALF OF: CASTLEROCK FUND LTD CASTLEROCK PARTNERS LP CASTLEROCK PARTNERS II LP CASTLEROCK MANAGEMENT PERSONAL ACCTS	
279	ATTICUS CAPITAL LP ON BEHALF OF: ATTICUS GLOBAL ADVISORS LTD. ATTICUS INTERNATIONAL FUND LTD HALF MOON CAPITAL PARTNERS LP DRED LTD NATIONAL BANK OF CANADA	
280	OMEGA ADVISORS INC. ON BEHALF OF: OMEGA CAPITAL PARTNERS LP OMEGA OVERSEAS PARTNERS INC. OMEGA CAPITAL INVESTERS LP OMEGA EQUITY INVESTORS LP OMEGA EQUITY OVERSEAS OMEGA INSTITUTIONAL PARTNERS OMEGA INTERNATIONAL PARTNERS II LP BETA EQUITIES GOLDMAN SACHS PROFIT SHARING MINISTERS AND MISSIONARIES PARMAL LGC	
281	LEON G COOPERMAN	
282	TOBY COOPERMAN	
283	MICHAEL SCOTT COOPERMAN	
284	COMMONFUND GROUP	
285	MUNDER CAPITAL ON BEHALF OF	MUNDER CAPITAL LARGE CAP VALUE FUND
286	WATCHUNG ROAD ASSOCIATES L.P.	
287	EDITH ADELINE COLE	
288	IRVING ASTMANN	

(EXHIBIT A CONTINUED)

<u>Tyco International, Ltd. Securities Litigation Settlement</u>		
<u>Untimely Exclusion Number</u>	<u>Name or Title</u>	<u>Name or Title</u>
1	GLENN S TRUEHART &	EVELYN TRUEHART
2	MAYNARD STELZER &	VIVIAN STELZER JTWROS
3	KENNETH R MORGAN	
4	RONALD H STENZLER	
5	IMOGENE GREGORY TTEE OF THE	IMOGENE KESKEY TRUST
6	PATSY A PASCHAL	TOD DTD 8/31/03
7	MAX BROSE	
8	PARKERSBURG NEUROLOGICAL ASSOCIATES, INC	PROFIT-SHARING PLAN U/A 10/1/81